

NOTICE OF POSTAL BALLOT

COUNTRY CLUB HOSPITALITY & HOLIDAYS LIMITED

CIN: L70102AP1991PLC012714

Regd. Office: 'Amrutha Castle', 5-9-16, Saifabad,

Opp: Secretariat, Hyderabad, Telangana - 500063 India

Tel: 040-66848888, Fax: 040-66360609, E-mail: contact@countryclubmail.com

Website: www.countryclubindia.net

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POSTAL BALLOT NOTICE

To,

The Shareholders

COUNTRY CLUB HOSPITALITY & HOLIDAYS LIMITED

Notice pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management & Administration) Rules, 2014

Notice is hereby given pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management & Administration) Rules, 2014, the resolution(s) appended herewith are proposed to be passed as a Special Resolution(s) by means of Postal Ballot.

The explanatory statement pursuant to Section 102 of the Companies Act, 2013, pertaining to the resolution setting out the material facts and the reasons thereof is annexed hereto along with the postal ballot form for your consideration.

The Board of Directors has appointed Mrs. Rashida Adenwala (Membership No. FCS 4020), Practicing Company Secretary as the Scrutinizer for conducting the Postal Ballot and electronic voting (e-voting) process thereto in accordance with the provisions of the Act and Rules made thereunder in a fair and transparent manner.

A Ballot Paper bearing unique serial number is attached to this Notice. We request you carefully read the instructions mentioned in the Postal Ballot Form and Kindly accord your assent or dissent, as the case may be, by placing a tick mark () at the appropriate place to the below mentioned resolution and return the Form duly completed and signed, in the attached self-addressed business reply envelope before the close of working hours (5:00 P.M.) on or before Wednesday, **17th January, 2018**, so as to reach the Scrutinizer:

Mrs. Rashida Adenwala, Scrutinizer, M/s. Country Club Hospitality & Holidays Limited, Country Club Kool, # 6-3-1219, 5th Floor, Begumpet, Hyderabad, Telangana - 500 016 India.

For Members opting for E-Voting:

In Compliance with Regulation 44(1) of the Securities and Exchange Board of India ("SEBI") (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management & Administration) Rules, 2014, as amended the Company is pleased to provide remote e-voting facility as an alternate, to all its Members, to enable them to cast their votes electronically, instead of physical Postal Ballot Form. E-voting is optional. Please carefully read and follow the instructions on e-voting printed in this Notice.

The remote e-voting period commences from Tuesday, **19th December, 2017 at 09.00 A.M. to Wednesday, 17th January, 2018 at 5.00 P.M.**

The Scrutinizer will submit his report to the Chairman after completion of the scrutiny in accordance with the provisions of Section 110 of the Act, 2013 read with Companies(Management and Administration) Rules, 2014 as amended on Thursday, **18th January, 2018**. The results of said postal ballot along with the Scrutinizer's report will be posted on the Company's website www.countryclubindia.net and will be communicated to the BSE Limited and National Stock Exchange Limited, where the equity shares of the Company are listed. The resolutions, if approved, shall be deemed to have been passed on the last date specified by the Company for receipt of duly completed postal ballot forms for e-voting.

Thanking You,

Yours truly,

For Country Club Hospitality & Holidays Limited

Sd/-

Y. Rajeev Reddy

Chairman & Managing Director

Din: 00115430

Encl: as above

ITEM # 1: Issue of securities through qualified institutions placement on a private placement basis to qualified institutional buyers (“QIBs”)

To Consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 23, 42, 62(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) (together the “**Act**”), applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Chapter VIII and other applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (“**SEBI ICDR Regulations**”) as amended, provisions of the Foreign Exchange Management Act, 1999 and the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2000 and applicable provisions of other laws, rules, regulations and guidelines and applicable provisions of the Memorandum of Association and the Articles of Association of the Company and subject to any approval, consent, permission or sanction of the Central Government, Securities and Exchange Board of India, Reserve Bank of India, Foreign Investment Promotion Board and any other appropriate authorities, institutions or bodies, including stock exchanges where the securities of the Company are currently listed (hereinafter collectively referred to as the “**Appropriate Authorities**”) and subject to such conditions as may be prescribed by any of them while granting any such approval, consent, permission and/or sanction (hereinafter referred to as the “**Requisite Approvals**”), which may be agreed to by the board of directors of the Company (hereinafter called the “**Board**” which term shall include any duly constituted committee of the Board), the Board be and is hereby authorized to create, issue, offer and allot 4,00,00,000 (Four Crores only) equity shares and/or any other convertible securities, which are convertible into 4,00,00,000 (Four Crores Only) equity shares on such date or dates as may be determined by the Board but not later than 60 months from the date of allotment or such other time period as may be prescribed under law (collectively referred to as “**QIP Securities**”), through qualified institutions placement, on a private placement basis in accordance with Section 42 of the Act to qualified institutional buyers (“**QIBs**”) as defined in the SEBI ICDR Regulations, whether or not such QIBs are members of the Company, on the basis of placement document(s), at such time or times in one or more tranches, at par or at such price or prices including at a permissible discount or premium to market price(s) in terms of applicable regulations and on such terms and conditions and in such manner as the Board may, at its absolute discretion determine, in consultation with the lead managers, advisors and/or other intermediaries appointed in this regard.

RESOLVED FURTHER THAT in accordance with Regulation 81 of the SEBI ICDR Regulations, the “relevant date” for determination of applicable price for the issue of the QIP Securities shall be:

- i) in case of allotment of equity shares, the date on which the Board of Directors of the Company decides to open the proposed issue, or
- ii) in case of allotment of eligible convertible securities, either the date on which the Board of Directors decides to open the proposed issue or the date on which the holders of the securities which are convertible into equity shares at a later date, becomes entitled to apply for equity shares.

RESOLVED FURTHER THAT in accordance with Regulation 86 of the SEBI ICDR Regulations, a minimum of 10% of the QIP Securities shall be allotted to mutual funds and if mutual funds do not subscribe to the aforesaid minimum percentage or part thereof, such minimum portion or part thereof, may be allotted to other QIBs and that no allotment shall be made directly or indirectly to any QIB who is a promoter or any person related to promoters of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to issue and allot such number of equity shares as may be required to be issued and allotted upon conversion of any QIP Securities as mentioned above or as may be necessary in accordance with the terms of the offering, all such shares shall rank *paripassu* with the then existing shares of the Company in all respects, as may be provided under the terms of the issue and in the offering document.

RESOLVED FURTHER THAT such of these QIP Securities to be issued as are not subscribed may be disposed of by the Board to such person or persons and in such manner and on such terms as the Board may in its absolute discretion think fit in accordance with the provisions of law.

RESOLVED FURTHER THAT the issue to the holders of the QIP Securities with equity shares underlying such securities shall be, *inter alia*, subject to suitable adjustment in the number of shares, the price and the time period, etc., in the event of any change in the equity capital structure of the Company consequent upon capitalization of profits (other than by way of dividend on shares), rights issue of equity shares, consolidation of its outstanding equity shares into smaller number of shares, etc.

RESOLVED FURTHER THAT the Board may at its absolute discretion offer discount of not more than five percent to such other discount as may be permitted under the applicable regulations to the price of the QIP Securities as determined in accordance with the SEBI ICDR Regulations.

RESOLVED FURTHER THAT the QIP Securities shall be issued and allotted within twelve months from the date of this resolution or such other time as may be allowed

under the SEBI ICDR Regulations and that no subsequent qualified institutions placement shall be made until the expiry of six months from the date of the qualified institutions placement approved by way of this resolution.

RESOLVED FURTHER THAT subject to the applicable laws, for the purpose of giving effect to the issuance of QIP Securities, the Board be and is hereby authorized on behalf of the Company to do all such acts, deeds and things thereof in its absolute discretion as it deems necessary or desirable in connection with the issue of the QIP Securities, including, without limitation to:

- i) decide the date for the opening and closing of the issue of QIP Securities, including determining the form and manner of the issue, issue structure, including the class of investors to whom the QIP Securities are to be issued and allotted, number of QIP Securities to be allotted, issue price (including the premium or discount to the floor price, as the case may be), face value, delivery and execution of all contracts, agreements and all other documents, deeds and instruments as may be required or desirable in connection with the issue of QIP Securities by the Company;
- ii) finalization of the allotment of the QIP Securities on the basis of the subscriptions received;
- iii) finalization of and arrangement for the submission of the preliminary and final placement document(s), and any amendments and supplements thereto, with any applicable government and regulatory authorities, institutions or bodies, as may be required;
- iv) approval of the preliminary and final offering circulars or placement document (including amending, varying or modifying the same, as may be considered desirable or expedient) as finalized in consultation with the lead manager(s)/ underwriter(s)/ advisor(s), in accordance with all applicable rules, regulations and guidelines;
- v) appoint, in its absolute discretion, managers (including lead managers), merchant bankers, underwriters, guarantors, financial and/or legal advisors and all other agencies, whether in India or abroad, entering into or execution of all such agreements/ arrangements/ memorandum of understanding/ documents with any such agencies, in connection with the proposed offering of the QIP Securities;
- vi) authorization to any director or directors of the Company or other officer or officers of the Company, including by the grant of powers of attorney, to do such acts, deeds and things as the authorized person in its absolute discretion may deem necessary or desirable in connection with the issue and allotment of the QIP Securities;
- vii) seeking, if required, the consent of the Company's lenders, parties with whom the Company has entered into various commercial and other agreements, all concerned government and regulatory authorities in India or outside India and

any other consent that may be required in connection with the issue and allotment of the QIP Securities; and

- viii) all such acts, deeds, matters and things as the Board may, in its absolute discretion, consider necessary, proper, expedient, desirable or appropriate for making the said issue as aforesaid and to settle any question, query, doubt or difficulty that may arise in this regard including the power to allot under subscribed portion, if any, in such manner and to such person(s) as the Board, may deem fit and proper in its absolute discretion to be most beneficial to the Company.

RESOLVED FURTHER THAT the Board shall have the authority and power to accept any modifications in the proposal as may be required or imposed by the Appropriate Authorities at the time of according / granting their approvals, consents, permissions and sanctions to issue, allotment and listing thereof and as may be agreed to by the Board.

RESOLVED FURTHER THAT the board be and is hereby authorized to delegate all or any of the powers herein conferred to any Committee of Directors or any other officer(s)/Authorized Representative(s) of the Company to give effect to this resolution.”

ITEM # 2: Further issue of Equity Shares to Promoters of the Company on Preferential basis:

To Consider and if thought fit, to pass, with or without modifications, the following resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 42 & 62(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder (including any statutory modification (s) or re-enactment(s) thereof for time being in force) and in accordance with the enabling provisions of Memorandum & Articles of Association of the Company and in accordance of the rules, regulations and guidelines of the Securities and Exchange Board of India (SEBI) (Issue of Capital and Disclosure Requirements) Regulations 2009 as amended (ICDR Regulations), SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 as amended (LODR Regulations) , and subject to the approval (s), consent(s), permission (s) and sanction(s) of any authorities as may be necessary, and subject to such conditions and modifications as may be prescribed or imposed if any of the appropriate authorities, institutions, as may be required and subject to such other conditions as may be prescribed by any of them while granting any such approval (s), consents (s), permission (s) and sanction (s), which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “**Board**” which term shall be

deemed to include any Committee of Directors duly constituted or to be constituted thereof to exercise its powers conferred by this resolution), the approval of the members of the Company be and is hereby accorded to the Board to offer, issue and allot from time to time 65,40,000 (Sixty Five Lakhs Forty Thousand Only) Equity Shares of a face value of Rs. 2/- each of the Company on a preferential basis to Promoters mentioned herein below in such proportion and on such terms and conditions as set out in the Explanatory Statement annexed to the Notice at such price as determined on the Relevant Date (18th December' 2017) or at a price not less than the price determined in accordance with SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 [SEBI ICDR Regulations], whichever is higher and on such other terms and conditions as may be mentioned in the letter of offer (PAS-4) to be issued by the Company.

S. No.	Name of the proposed Allottee	No. of Shares
1	Mr. Yedaguri Varun Reddy	15,98,982
2	Mrs. Manjula Reddy Yedaguri	12,38,689
3	Mr. Rajeev Reddy Yedaguri	37,02,329
Total		65,40,000

RESOLVED FURTHER THAT The "Relevant Date" pursuant to Regulation 71 of the SEBI (ICDR) Regulations in relation to the above mentioned Preferential Issue of Warrants, shall be Monday, 18th December' 2017 i.e 30 days prior to the last date of receipt of postal ballot forms.

RESOLVED FURTHER THAT the Equity Shares to be issued and allotted shall be subject to lock-in as provided under the provisions of SEBI ICDR Regulations and the Equity Shares so offered, issued and allotted shall rank *pari passu* with the existing equity shares of the Company in all respects including payment of Dividend.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorize to do all such acts, deeds, matters and things as it may needs absolute discretion deem necessary, desirable and expedient for such purpose including without limitations to issue and allot Equity Shares and settle any question, difficulty or doubt that may arise from time to time in relation thereto.

RESOLVED FURTHER THAT the Board be and is hereby further authorized to delegate all or any of the powers herein conferred by this resolution to any director (s) or any committee of Directors, as permitted under the law, to give effect to the aforesaid resolution."

ITEM # 3: Issue of Share Warrants to Promoters of the Company on Preferential basis:

To Consider and if thought fit, to pass, with or without modifications, the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 42 & 62(1)(C) and all other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder (including any statutory modification (s) or re-enactment(s) thereof for time being in force) and in accordance with the enabling provisions of Memorandum & Articles of Association of the Company and in accordance of the rules, regulations and guidelines of the Securities and Exchange Board of India (SEBI) (Issue of Capital and Disclosure Requirements) Regulations 2009 as amended (ICDR Regulations), SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 as amended (LODR Regulations) and subject to the approval(s), consent(s), permission (s) and sanction(s) of any authorities as may be necessary, and subject to such conditions and modifications as may be prescribed or imposed if any of the appropriate authorities, institutions, as may be required and subject to such other conditions as may be prescribed by any of them while granting any such approval (s), consents (s), permission (s) and sanction (s), which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the **“Board”** which term shall be deemed to include any Committee of Directors duly constituted or to be constituted thereof to exercise its powers conferred by this resolution), the approval of the members of the Company be and is hereby accorded to the Board to offer, issue and allot from time to time upto 1,30,80,000/- (One Crore Thirty Lakhs Eighty Thousand Only) Share Warrants of a face value of Rs. 2/- each of the Company on a preferential basis to the Promoters as mentioned herein below, in such proportion and on such terms and conditions as set out in the Explanatory Statement annexed to the Notice at such price not less than the price determined in accordance with SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 [SEBI ICDR Regulations]:

S. No.	Name of the proposed Allottee	No. of Warrants
1	Mrs. Manjula Reddy Yedaguri	65,40,000
2	Mr. Rajeev Reddy Yedaguri	65,40,000

RESOLVED FURTHER THAT the offer, issue and allotment of the aforesaid Warrants to the Proposed Allottees and the Equity Shares resulting from the exercise of the entitlement of the said Warrants, shall be subject to applicable guidelines, notifications, rules and regulations and on the terms and conditions given herein below:

The "Relevant Date" pursuant to Regulation 71 of the SEBI (ICDR) Regulations in relation to the above mentioned Preferential Issue of Warrants, shall be Monday '18th December, 2017' i.e 30 days prior to the last date of receipt of postal ballot forms.

- a) The proposed allottee(s) of Warrants shall be entitled to apply for and obtain, in one or more tranches allotment of one equity share of face value of Rs. 2/- (Rupees Two only) each of the Company against each Warrant within a period of 18 (eighteen) months from the date of allotment of such warrants.
- b) An amount equivalent to 25% of the Issue Price shall be payable at the time of subscription and allotment of each Warrant. The balance 75% of the Issue Price shall be payable by the Warrant holder upon exercise of the entitlement attached to Warrant(s) to subscribe for Equity Share(s). The amount paid against Warrants shall be adjusted / set off against the Issue Price of the resultant Equity Shares;
- c) The proposed allottees of Warrants will be entitled to apply for and obtain allotment of one equity share of face value of Rs.2/- (Rupee Two Only) each of the Company against each Warrant at any time after the date of allotment but on or before the expiry of 18 (Eighteen) months from the date of allotment thereof, in one or more tranches.
- d) In case the Warrant holder(s) do not apply for the conversion of the outstanding Warrants into equity shares of the Company within 18 (eighteen) months from the date of allotment of the said Warrants, then the consideration paid upon each of the said outstanding Warrants shall be forfeited and all the rights attached to the said Warrants shall lapse automatically.
- e) The Equity shares issued and allotted on conversion thereof shall be subject to lock-in for such period as prescribed under the SEBI (ICDR) Regulations.
- f) Warrants so allotted under this resolution shall not be sold or transferred, in any manner during the period of lock-in as provided under SEBI (ICDR) Regulations except to the extent and in the manner permitted there under.
- g) The said Warrants by itself do not give to the Warrant holder any rights of the Shareholders or Debenture holders of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorised to issue and allot such equity shares as may be required to be issued and allotted upon conversion of the said Warrants and that equity shares shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank pari passu in all respects, including entitlement for dividend, with the existing equity shares of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorised to decide and approve other terms and conditions of the issue of the Warrants and/or equity shares and shall also be entitled to vary, modify or alter any of the terms and conditions, as it may deem fit, subject however to the compliance with the applicable guidelines, notifications, rules and regulations.

RESOLVED FURTHER THAT the Board be and is hereby authorised to accept the terms, conditions, modifications and stipulations as the GOI, RBI, SEBI or Stock Exchanges or any other regulatory authority may stipulate while granting approval to the Company for issue of the Warrants and/or equity shares as aforesaid.

RESOLVED FURTHER THAT the Board is hereby authorised to take necessary steps for listing of the equity shares allotted upon conversion of Warrants on Stock Exchanges, where the Company's shares are listed, as per the terms and conditions of the Listing agreement/regulations, and in accordance with such other guidelines, rules and regulations as may be applicable with regard to such listing.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to take such steps and to do all such acts, deeds, matters and things as the Board may, in its absolute discretion, deem necessary, expedient, usual, proper, incidental or desirable and to settle any question, difficulties or doubts that may arise in this regard and in regard to the issue, allotment of the Warrants and/or equity shares and utilization of the issue proceeds, to prescribe the forms of applications, enter and execute all such deeds, documents, agreements or other instruments, and to take such actions/directions as they may consider as being necessary or desirable and to obtain any approval, permissions, sanctions which may be necessary or desirable as they may deem fit.

By order of the Board
For Country Club Hospitality & Holidays Limited

Date: 13thDecember, 2017
Place: Hyderabad

Y. Rajeev Reddy
Chairman & Managing Director
DIN: 00115430

NOTES:

1. The explanatory statement and reasons for the proposed resolution pursuant to Section 102 of the Companies Act, 2013 ("Act"), read with, Rule 22 of the Companies (Management and Administration) Rules, 2014 setting out material facts is annexed hereto.
2. The Company has appointed Mrs. Rashida Adenwala, Practicing Company Secretary, Partner of R & A Associates, Company Secretaries, Hyderabad to act as the Scrutinizer for conducting the postal ballot process in a fair and transparent manner.
3. The postal ballot notice is being sent to all the Members by the prescribed mode under the rules, whose names appears in the Register of Members /Statement of beneficial ownership maintained by the Depositories i.e., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on the record date, i.e., on close of business hours on December 8th, 2017.
4. The Members whose name appears in the register of members/list of beneficial owners as on December 8th, 2017 will only be considered for voting.
5. In accordance with the provisions of Section 101 of the Act, read with, Rules 18 and 22 of the Companies (Management and Administration) Rules, 2014, as amended this postal ballot notice is being sent by e-mail to those Members who have registered their e-mail address with the Company (in respect of shares held in physical form) or with their Depository Participants (DP) (in respect of shares held in electronic form) and made available to the Company by the Depositories. Members who have not registered their e-mail address will receive this postal ballot notice along with the postal ballot form through post.
6. In compliance with the provisions of Section 110 of the Act, read with, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended the Company is offering e-voting facility to all its Members as an alternate mode to exercise their right to vote. For this purpose, the Company has entered into an agreement with "CDSL" for facilitating e-voting to enable the Members to cast their votes electronically. Please note that e-voting is optional.
7. Voting period commences on Tuesday, 19th December, 2017 and ends on Wednesday, January 17th, 2018.
8. Kindly note that the Members can opt for only one mode of voting i.e., either by postal ballot or e-voting. If the Members opt for e-voting, then they should not

vote by postal ballot and vice versa. However, in case Members cast their vote by postal ballot and e-voting, then voting done through e-voting shall prevail and voting done by postal ballot will be treated as invalid.

9. The voting rights of the Members shall be in proportion to their shares in the total paid-up equity share capital of the Company as on December 8th, 2017. The special resolutions mentioned herein shall be declared as passed if the number of votes cast in its favour is not less than three times the number of votes cast against the special resolution.
10. The Scrutinizer will submit the report to the Chairman after completion of the scrutiny and the results of the Postal Ballot will be announced on **January 18, 2018** at the Registered Office of the Company. The results of the Postal Ballot will be hosted on the Company's website at www.countryclubindia.net for information of the Members, besides being communicated to the stock exchanges on which the shares of the Company are listed. The date of declaration of the Postal Ballot results will be taken as the date of passing the Resolutions.
11. The Scrutinizer's decision on the validity of the Postal Ballot shall be final.
12. A copy of this notice has been placed on the website of the Company www.countryclubindia.net and shall remain on the website until the last date for receipt of the postal ballots from the shareholders.
13. Shareholders are requested to read carefully the instructions printed on the postal ballot form, return the form duly completed in the attached self-addressed pre-paid postage envelope, so as to ensure that votes reach the Scrutinizer on or before 5.00 P.M. on the **17th January, 2018**, ("Last Date"). However, envelopes containing Postal Ballots, if sent by courier registered / speed post at the expense of the Shareholders will also be accepted.

Please note that any postal ballot form(s) received after the Last Date (i.e. 5.00 P.M. 17th January, 2018) will be treated as not having been received.

14. Shareholders who have received Postal Ballot Notice by e-mail and who wish to vote through Physical Postal Ballot Form can download Postal Ballot Form sent along with the email or download from the link <https://www.evoting.cdsl.com/> or from the website of the Company www.countryclubindia.net, fill in the details and send the same to the Scrutinizer.
15. The documents referred to in this notice and explanatory statement are open for inspection by the shareholders at the Corporate Office of the Company on all working days of the Company between 11 A.M. and 5.00 P.M.

E-VOTING FACILITY

Process and Manner for members opting for e-voting is as under:-

Members are requested to follow the instructions below to cast their vote through e-voting:

- (i) The voting period will commence at 9.00 a.m. on Tuesday, 19th December, 2017 and will end at 5.00 p.m. on Wednesday, 17th January, 2018. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 8th December, 2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none">• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is

	Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

- (xvii) If a demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) **Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- (xix) **Note for Non - Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may contact Mr. Rakesh Dalvi, Deputy Manager, Address: A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (E), Mumbai - 400013, Ph No: 1800225533 or refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

Statement pursuant to Section 102 of the Companies Act, 2013 setting out all material facts:

Item # 1: Issue of Securities through Qualified Institutions Placement to Qualified Institutional Buyers

With a view to capitalising on the business opportunities in the hospitality sector and strengthening the financial position of the Company, Country Club Hospitality & Holidays Limited ("**Company**"), proposes to issue further capital by way of a qualified institutions placement. The proceeds of the proposed qualified institutions placement of securities of the Company shall be deployed, *inter alia*, in the Hospitality business (including as carried out through the associates, subsidiaries and joint ventures of the Company) for reduction of debt and for general corporate purposes. The capital raising exercise is expected to enhance the company's capital and strengthen its financial position and net worth.

In order to meet the requirements for the above purposes, as may be decided by the Board, from time to time, it is proposed to seek authorization of the members of the Company in favor of the Board of Directors ("**Board**" or "**Board of Directors**" which expression for the purposes of this resolution shall include any duly constituted committee of Directors), without the need for any further approval from the members, to undertake the proposed issue of securities through qualified institutions placement on private placement basis to qualified institutional buyers ("**QIBs**"), in accordance with the provisions of Chapter VIII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended ("**SEBI ICDR Regulations**") and other applicable laws, regulations, rules and guidelines, as set out in the Special Resolution in the accompanying Notice.

In view of above, the Board may, in one or more tranches, issue and allot equity shares and/or any other convertible securities, which are convertible into equity shares on such date(s) as may be determined by the Board but not later than 60 months from the date of allotment or such other time period as may be prescribed under law (collectively referred to as "**QIP Securities**") to QIBs on a private placement basis. The proposed issue of QIP Securities ("**QIP**") shall be subject to the provisions of applicable laws, including the SEBI ICDR Regulations, including in relation to the pricing of the QIP Securities. The "Relevant Date" for the determination of applicable price for the issue of the QIP Securities shall be (a) in case of allotment of equity shares the date of the meeting in which the Board of the Company decides to open the proposed QIP, or (b) in case of allotment of eligible convertible securities which are convertible into equity shares at a later date, the date on which the Board decides to open the proposed issue or the date on which the holders of such securities becomes entitled to apply for equity shares, as the case may be.

The pricing of the QIP Securities that may be issued shall be determined subject to such price not being less than the floor price calculated in accordance with Chapter VIII of the SEBI ICDR Regulations (“**QIP Floor Price**”). Further, the Board may offer a discount of not more than five per cent or such other percentage as permitted on the QIP Floor Price calculated in accordance with the pricing formula provided under SEBI ICDR Regulations.

For the reasons aforesaid, an enabling Special Resolution is therefore proposed to be passed to give adequate flexibility and discretion to the Board to finalize the terms of the QIP. The QIP Securities issued pursuant to the offering would be listed on the Indian stock exchanges.

The proposed issue of QIP Securities as above may be made in one or more tranches such that the aggregate amount raised by the issue of QIP Securities shall not exceed an aggregate amount of Rs. 40Crores. The proposed Special Resolution is only enabling in nature and the Board may from, time to time, consider the extent, if any, to which the QIP Securities may be issued.

Section 62(1)(c) of the Act provides, *inter alia*, that where it is proposed to increase the subscribed share capital of the Company by allotment of further shares, such further shares shall be offered to the persons, who on the date of the offer are holders of the equity shares of the Company, in proportion to the capital paid-up on those shares as of that date unless the members decide otherwise. The proposed special resolution seeks the consent and authorization of the members to the Board of Directors to offer, issue and allot the QIP Securities, in consultation with the lead managers, legal advisors and other intermediaries, to any persons, whether or not they are members of the Company.

The Board of Directors accordingly recommends the special resolution set out in the accompanying notice for the approval of the members.

None of the directors of the Company, key managerial personnel or their relatives are, in any way, concerned or interested, financial or otherwise, in the said resolution, except to the extent of their shareholding in the Company, if any, or to the extent that any of the directors or key managerial personnel of the Company are also directors or members of any financial institutions or banking companies, to whom monies may be repaid, in full or in part, from the proceeds of the QIP.

Item # 2: Approval for Further issue of Equity Shares to Promoters of the Company on Preferential basis:

There is a need to restructure the existing capital to maintain proper debt equity ratio and to improve Credit ratings of the Company to fetch competitive pricing of interest

rates. Keeping in view of this, the Company proposed to restructure the existing capital of the Company by way of issue fresh Equity shares on preferential basis.

The Board at its meeting held on 13th December, 2017 subject to the approval of the shareholders by way of postal ballot and on receipt of requisite approvals has proposed to offer upto 65,40,000 equity shares to the below mentioned person(s) :

S. No.	Name of the proposed Allottee	No. of Shares
1	Mr. Yedaguri Varun Reddy	15,98,982
2	Mrs. Manjula Reddy Yedaguri	12,38,689
3	Mr. Rajeev Reddy Yedaguri	37,02,329
Total		65,40,000

Pursuant to Section 62 of the Companies Act, 2013 further issue of equity shares may be offered by the Company to such persons in the manner whatsoever if a special resolution to that effect is passed by the Company and hence the proposed resolution. The equity shares issued in terms of this resolution shall be issued at a price not less than the price determined in terms of SEBI ICDR Regulations and the said allottee has expressed his consent to subscribe at the price so determined.

The acquisition of shares or voting rights by promoters individually and collectively does not increase by more than 5% on the post issued equity share capital of the Company pursuant to this issue.

The disclosures in accordance with the Companies Act, 2013, the SEBI ICDR Regulations and other applicable provisions of law in relation to the special resolution set out in the accompanying notice are as follows:

1. Object of the preferential issue :

The proposed issue is mainly to restructure the existing capital by issue of fresh equity shares to maintain proper debt equity ratio and to improve Credit ratings of the Company to fetch competitive pricing of interest rates.

Total No of Equity Shares to be issued:

65,40,000 Equity shares of Rs. 2/- each

Class of Proposed Allottee(s):

The Company proposes to issue, offer and allot 65,40,000 Equity shares of Rs. 2 each to the below mentioned Person(s)

S. No.	Name	Class/ Category	No. of Shares
1	Mr. Varun Reddy Yedaguri	Promoters	15,98,982
2	Mrs. Manjula Reddy Yedaguri	Promoters	12,38,689
3	Mr. Rajeev Reddy Yedaguri	Promoters	37,02,329
Total			65,40,000

2. Intention of promoters, Directors or Key Managerial Persons to subscribe the offer :

The Preferential allotment is being made to Mr. Varun Reddy Yedaguri, Mrs. Manjula Reddy Yedaguri and Mr. Rajeev Reddy Yedaguri who are the promoters of the Company.

3. Shareholding pattern of the Company before and after the preferential issue :

S. No	Category	Pre Issue		Post Issue after considering 65,40,000 Equity Shares	
		No. of Shares held	% of shareholding	No. of shares held	% of shareholding
A	Promoters' holding:				
1	Indian:				
	Individuals	12,06,37,386	73.80	12,71,77,386	74.81
	Bodies Corporate	0	0	0	0
	Sub Total	12,06,37,386	73.80	12,71,77,386	74.81
2	Foreign Promoters	0	0	0	0
	Sub Total (A)	12,06,37,386	73.80	12,71,77,386	74.81
B	Non-Promoters' holding:				
1	Institutional Investors	8,42,813	0.52	8,42,813	0.49
2	Non-Institutions:				
	Bodies Corporate	8,922	0.01	8,922	0.005
	Individuals	3,63,88,647	22.26	3,63,88,647	21.40
	Others (including	55,86,967	3.42	55,86,967	3.29

	NRI's)				
	Sub Total (B)	4,28,27,349	26.20	4,28,27,349	25.19
	GRAND TOTAL (A+B)	16,34,64,735	100	17,00,04,735	100

4. Proposed time within which the preferential issue shall be completed :

The allotment of Equity shares shall be completed within a period of 15 days from the date of passing of resolution by the share holders provided where the allotment is pending on account of any approval from any regulatory authority the allotment shall be completed by the Company within a period of 15 days from the date of such approval.

5. Relevant date, pricing of the issue and basis on which the price is arrived:

The equity shares shall be allotted at such price as determined in accordance with SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 considering the relevant date as Monday, 18thDecember' 2017.

6. Auditors Certificate:

A Copy of the Certificate from the Independent Auditors M/s. Sankar & Raja Chartered Accountants, Hyderabad certifying that the above issue of equity shares is made in accordance with the SEBI ICDR Regulations is placed on the website of the Company and is open for inspection by the Members.

7. Particulars of proposed Allottee of Equity Shares and the percentage of post preferential issue capital that may be held by them:

S. No.	Subscriber to the issue	Existing holding		New Subscription	Post Issue Shareholding	
		No of Shares	% of holding		No of Shares	% of holding
1.	Mr. Varun Reddy Yedaguri	20,81,000	1.27%	15,98,982	36,79,982	2.16%
2.	Mrs.Manjula Reddy Yedaguri	66,54,525	4.07%	12,38,689	78,93,214	4.64%
3.	Mr. Rajeev Reddy Yedaguri	10,63,37,986	65.05%	37,02,329	11,00,40,315	64.73%

8. Change in control, if any, in the Company that would occur consequent to the preferential offer:

There is no change in control or management consequent to subscription of preferential issue of equity shares.

9. Lock - in:

The equity shares proposed to be offered and allotted in the preferential allotment shall be locked-in in accordance with Regulation 78 of Chapter VII of SEBI ICDR Regulations.

Such locked in equity shares may however be transferable to and amongst the promoters/promoters group subject to the provisions of ICDR regulations.

10. No. of persons to whom allotment on preferential basis has already been made during the year, in terms of number of securities as well as price :

During the year, no preferential allotment has been made.

11. The Company undertakes that if required the price shall be recomputed in terms of the provisions of the SEBI ICDR Regulations. Further the Company undertakes that if the amount payable upon the re-computation is not paid within the stipulated time as mentioned in the SEBI ICDR Regulations, the specified securities shall continue to be locked-in with such amount is paid by the Allottee.

12. The Board at its meeting held on 13th December, 2017 has approved the issue and allotment of Equity shares on preferential basis in the manner stated above.

13. Pursuant of the provisions of Section 62 of the Companies Act, 2013 and regulation 72(1)(a) of the SEBI ICDR Regulations, the above Preferential Issue requires approval of shareholders by way of a Special Resolution.

14. The Company hereby undertakes that:

a) It would re-compute the price of the Securities specified above in terms of the provisions of the SEBI (ICDR) Regulations, 2009 if it is required to do so.

b) If the amount payable on account of re-computation of price is not paid within the time stipulated in the SEBI (ICDR) Regulations, 2009, the above specified securities shall continue to be locked in till the time such amount is paid by allottees.

15. The Board of Directors recommends passing of this Special Resolution by way of postal ballot. None of the Directors, Promoters, Key Managerial Personnel of the Company or any Relatives of such Directors are in any way concerned or interested financially or otherwise in the proposed resolution except to their extent of their share holding in the Company.

Item # 3: Approval for Further issue of Shares Warrants to promoters of the Company on Preferential basis:

There is a need to restructure the existing capital to maintain proper debt equity ratio and to improve Credit ratings of the Company to fetch competitive pricing of interest rates. Keeping in view of this, the Company is proposing to restructure the existing capital of the Company by way of issue of fresh Share Warrants on preferential basis. Promoters have expressed their interest for the same.

The Board at its meeting held on 13th December, 2017 subject to the approval of the shareholders by way of postal ballot and on receipt of requisite approvals has proposed to offer upto 1,30,80,000 Share Warrants of the company to the below mentioned person

S. No.	Name of the proposed Allottee	No. of Share Warrants
1	Mrs .Manjula Reddy Yedaguri	65,40,000
2	Mr. Rajeew Reddy Yedaguri	65,40,000

Pursuant to Section 62 of the Companies Act, 2013 further issue of Share Warrants may be offered by the Company to such persons in the manner whatsoever if a special resolution to that effect is passed by the Company and hence the proposed resolution. The Share Warrants issued in terms of this resolution shall be issued at a price not less than the price determined in terms of SEBI ICDR Regulations and the said allottees have expressed their consent to subscribe at the price so determined.

The acquisition of shares or voting rights by promoters individually and collectively does not increase by more than 5 % on the post issued equity share capital of the Company pursuant to this issue.

The disclosures in accordance with the Companies Act, 2013, the SEBI ICDR Regulations and other applicable provisions of law in relation to the special resolution set out in the accompanying notice are as follows:

1. Object of the preferential issue :

The proposed issue is mainly to restructure the existing capital by issue of fresh Share Warrants to maintain proper debt equity ratio and to improve Credit ratings of the Company to fetch competitive pricing of interest rates.

Total No of Share Warrants to be issued:

1,30,80,000/- (One Crore Thirty Lakhs Eighty Thousand Only) Share Warrants of a face value of Rs. 2/- each.

Class of Proposed Allottee(s):

The Company proposes to issue, offer and allot 1,30,80,000/- (One Crore Thirty Lakhs Eighty Thousand Only) Share Warrants of a face value of Rs. 2/- each to the persons mentioned in this notice.

2. Intention of promoters, Directors or Key Managerial Persons to subscribe the offer :

The Preferential allotment is being made to Mrs. Manjula Reddy Yedaguri and Mr. Rajeev Reddy Yedaguri who are the promoters of the Company.

3. Shareholding pattern of the Company before and after the preferential issue :

S. No.	Category	Pre Issue		Post Issue (Assuming full conversion of 1,30,80,000 Share Warrants)*	
		No. of Shares held	% of shareholding	No. of shares held	% of shareholding
A	Promoters' holding:				
1	Indian:				
	Individuals	12,06,37,386	73.80	13,37,17,386	75.74
	Bodies Corporate	0	0	0	0
	Sub Total	12,06,37,386	73.80	13,37,17,386	75.74
2	Foreign Promoters	0	0	0	0
	Sub Total (A)	12,06,37,386	73.80	13,37,17,386	75.74
B	Non-Promoters' holding:				
1	Institutional Investors	8,42,813	0.52	8,42,813	0.48

2	Non-Institutions:				
	Bodies Corporate	8,922	0.01	8,922	0.005
	Individuals	3,63,88,647	22.26	3,63,88,647	20.61
	Others (including NRIs)	55,86,967	3.42	55,86,967	3.16
	Sub Total (B)	4,28,27,349	26.20	4,28,27,349	24.26
	GRAND TOTAL (A+B)	16,34,64,735	100	17,65,44,735	100

**the figures in the shareholding pattern are on the assumption that all the warrants will be subscribed, pursuant to the shareholders resolution and all said warrants will be exercised/ converted into equity shares. However, if any warrants are not issued /allotted and the warrants are not exercised, the figures will change accordingly*

4. Proposed time within which the preferential issue shall be completed :

The allotment of Share Warrants shall be completed within a period of 15 days from the date of passing of resolution by the share holders provided where the allotment is pending on account of any approval from any regulatory authority the allotment shall be completed by the Company within a period of 15 days from the date of such approval.

5. Relevant date, pricing of the issue and the basis on which the price is arrived :

The Convertible Warrants shall be allotted at such price as determined in accordance with SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 considering the relevant date as Monday, 18th December' 2017.

6. Auditors Certificate:

A Copy of the Certificate from the Independent Auditors M/s. Sankar & Raja Chartered Accountant, Hyderabad certifying that the above issue of Share Warrants is made in accordance with the SEBI ICDR Regulations is placed on the website of the Company and is open for inspection by the Members.

7. Particulars of proposed Allottee and the percentage of post preferential issue capital that may be held by them:

S. No.	Subscriber to the issue	Existing holding		New Subscription	Post issue of share holding	
		No of Shares	% of holding		No of Shares	% of holding
1.	Mrs. Manjula Reddy Yedaguri	66,54,525	4.07%	65,40,000	1,31,94,525	7.47%
2.	Mr. Rajeev Reddy Yedaguri	10,63,37,986	65.05%	65,40,000	11,28,77,986	63.94%

8. Change in control, if any, in the Company that would occur consequent to the preferential offer:

There is no change in control or management consequent to subscription of preferential issue of Share Warrants.

9. Lock - in:

The equity shares proposed to be offered and allotted in the preferential allotment shall be locked-in in accordance with Regulation 78 of Chapter VII of SEBI ICDR Regulations.

Such locked in equity shares may however be transferable to and amongst the promoters/promoters group subject to the provisions of ICDR regulations.

CONVERSION PERIOD:

Conversion of Period Warrants holder shall be entitled to apply for the equity shares within specified period of 18 (eighteen) months from the date of allotment.

Terms of Payment

An amount equivalent to 25 (twenty five) per cent of the issue price shall be payable on subscription to the warrants. The warrant holders shall be entitled to apply for and be allotted, in one or more tranches, one equity share of the face value of Re. 2 (Rupees Two) each of the Company per warrant, any time after the date of allotment of such warrants. Upon exercise of the right to apply for equity shares, the warrant

holders will be liable to make the payment of the balance amount, being 75 (Seventy Five) per cent of the issue price. The amount paid will be adjusted / set off against the issue price of the resultant equity shares. The Board (or a Committee thereof) upon receipt of the entire payment towards issue price, shall allot one equity share per warrant. If the entitlement against the warrants to apply for the equity shares is not exercised within the specified period of 18 months, such entitlement shall lapse and the amount paid on such warrants shall stand forfeited.

10. No. of persons to whom allotment on preferential basis has already been made during the year, in terms of number of securities as well :

During the year, no preferential allotment has been made.

11. The Company undertakes that if required the price shall be recomputed in terms of the provisions of the SEBI ICDR Regulations. Further the Company undertakes that if the amount payable upon the re-computation is not paid within the stipulated time as mentioned in the SEBI ICDR Regulations, the specified securities shall continue to be locked-in with such amount is paid by the Allottee.

12. The Board at its meeting held on 13th December, 2017 have approved the issue and allotment of Share Warrants on preferential basis in the manner stated above.

13. Pursuant of the provisions of Section 62 of the Companies Act, 2013 and regulation 72(1)(a) of the SEBI ICDR Regulations, the above Preferential Issue requires approval of shareholders by way of a Special Resolution.

14. The Company hereby undertakes that:

- a) It would re-compute the price of the Securities specified above in terms of the provisions of the SEBI (ICDR) Regulations, 2009 if it is required to do so.
- b) If the amount payable on account of re-computation of price is not paid within the time stipulated in the SEBI (ICDR) Regulations, 2009, the above specified securities shall continue to be locked in till the time such amount is paid by allottees.

15. The Board of Directors recommends passing of this Special Resolution by way of postal ballot. None of the Directors, Promoters, Key managerial Personnel of the Company or any Relatives of such Directors are in any way concerned or interested financially or otherwise in the proposed resolution except to their extent of their share holding in the Company

By order of the Board
For Country Club Hospitality & Holidays Limited

Date: 13thDecember, 2017
Place: Hyderabad

Y. Rajeev Reddy
Chairman & Managing Director
DIN: 00115430

The address to be printed on the self-addressed envelopes

Mrs. RASHIDA ADENWALA
(SCRUTINIZER FOR POSTAL BALLOT)

COUNTRY CLUB HOSPITALITY & HOLIDAYS LIMITED

Office: **Country Club Kool, # 6-3-1219, 5th Floor, Begumpet, Hyderabad, Telangana -
500016 India**